

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known)

Chapter

11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Coastal Drilling Land Company, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 74-2882680

4. Debtor's address

Principal place of business

311 Saratoga Blvd.
Corpus Christi, TX 78417

Number, Street, City, State & ZIP Code

Nueces

County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Same as mailing address except when rigs are on location and trucks are moving a rig. Location varies from job to job.

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.coastaldrilling.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor **Coastal Drilling Land Company, LLC**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

2131**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. **Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

Debtor **Coastal Drilling Land Company, LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor Relationship
District When Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No

- ☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☐ 50-99

☐ 100-199

☒ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$1,000,001 - \$10 million

☐ \$500,000,001 - \$1 billion

Debtor	Coastal Drilling Land Company, LLC	Case number (if known) _____
	Name	
	<input type="checkbox"/> \$50,001 - \$100,000 <input type="checkbox"/> \$100,001 - \$500,000 <input type="checkbox"/> \$500,001 - \$1 million	<input checked="" type="checkbox"/> \$10,000,001 - \$50 million <input type="checkbox"/> \$50,000,001 - \$100 million <input type="checkbox"/> \$100,000,001 - \$500 million
		<input type="checkbox"/> \$1,000,000,001 - \$10 billion <input type="checkbox"/> \$10,000,000,001 - \$50 billion <input type="checkbox"/> More than \$50 billion

Debtor **Coastal Drilling Land Company, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **August 28, 2022**
MM / DD / YYYY**X /s/ Chris McClanahan**

Signature of authorized representative of debtor

Chris McClanahan

Printed name

Title **CEO****18. Signature of attorney****X /s/ Matthew Okin**

Signature of attorney for debtor

Date **August 28, 2022**

MM / DD / YYYY

Matthew Okin

Printed name

Okin Adams Bartlett Curry LLP

Firm name

1113 Vine St., Suite 240**Houston, TX 77002**

Number, Street, City, State & ZIP Code

Contact phone **(713) 228-4100**Email address **info@okinadams.com****00784695 TX**

Bar number and State

Fill in this information to identify the case:Debtor name Coastal Drilling Land Company, LLCUnited States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____

☐ Check if this is an amended filingOfficial Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 28, 2022**X /s/ Chris McClanahan**

Signature of individual signing on behalf of debtor

Chris McClanahan

Printed name

CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Coastal Drilling Land Company, LLC**
 United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF TEXAS**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Dynamic Drilling Fluids 2699 Hwy 44 Robstown, TX 78380	jason@ddfluids.net	Vendor Note *assigned to Baker Hughes for collection*				\$4,062,433.00
First Horizon Bank 3810 Richmond Avenue Houston, TX 77027	Lee Mediamole 713-360-4840 713-515-8623	PPP Loan				\$1,224,858.00
Kleberg Bank 5350 S. Staples St. Corpus Christi, TX 78411	Tony Gomez 361-850-6800	PPP Loan				\$874,852.00
Iron Horse Tools, LLC c/o Ryan A. Botkin WITTLIFF CUTTER PLLC 1209 Nueces Street Austin, TX 78701	Staphanie Sloma s.sloma@ironhorse tools.com 361-855-1100	Pending litigation	Disputed			\$736,307.98
Watson Pipe, Inc. Dan Watson MT 273 Mercantile Tower 615 Upper N. Broadway, Suite 1410 Corpus Christi, TX 78401-0273	Dan Watson dan@watsonpipe.com 361-816-2712					\$682,423.14
Nova Directional, Inc. c/o Shannon Almes R. REESE & ASSOCIATES PLLC 5225 Katy Freeway, Suite 430 Houston, TX 77007	Ed Chiamonte EDC@novadirectional.com 713-907-2415	Pending litigation	Disputed			\$535,325.63

Debtor **Coastal Drilling Land Company, LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Sundance Fuels, Ltd. c/o N. Kyle Keller MORGAN LEETON, PC 400 W. Illinois, Suite 120 Midland, TX 79701		Pending litigation	Disputed			\$533,696.00
Padre Tubular, Inc. Attn: Diana Vossen PO Box 189 Corpus Christi, TX 78403-0189	Tom Herlich 361-816-2499					\$453,871.36
Texas Cementing Services, Inc. c/o Robert Lee Murphy, Jr. Attorney at Law PO Box 1538 Kingsville, TX 78364		Pending litigation	Disputed			\$447,989.85
Jose Garcia c/o Hitesh K. Chugani HKC Law Firm PLLC 517 West Nolana, Suite 7 McAllen, TX 78504		Pending litigation	Disputed			\$361,527.30
Yellowjacket Oilfield Services, LLC A/R Jennifer Rios PO Box 678349 Dallas, TX 75267-8349						\$341,453.67
Express Drilling Fluids, LLC c/o CM Henkel III FRITZ BYRNE HEAD & GILSTRAP PLLC 500 N. Shoreline, Suite 901 Corpus Christi, TX 78401	Ronnie King rdk@aol.com 361-438-8245	Pending litigation	Disputed			\$340,949.09
Rig Runners, Inc. c/o Brittney Allison Boerner STIBBS & CO., PC 819 Crossbridge Drive Spring, TX 77373	Roger Hogan rhogan@rigrunnerinc.com 832-871-4916	Pending litigation	Disputed			\$305,000.00

Debtor **Coastal Drilling Land Company, LLC**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
OSC Energy, LLC Attn: Pat Smith PO Box 6012 Corpus Christi, TX 78466						\$295,796.90
Texas Fueling Service, Inc. c/o Danny M. Sheena THE SHEENA LAW FIRM 2500 West Loop South, Suite 518 Houston, TX 77027		Agreed Final Judgment entered 03/01/2022				\$294,526.33
Datalog Geological Services, LLC Attn: Ernest Fuhrmann PO Box 4356 Dept 2219 Houston, TX 77210-4356	efuhrmann@dataloggs.com 713-201-4302	Pending litigation	Disputed			\$201,643.55
Dragon Rig Sales & Services, LLC Attn: Sude PO Box 790 Beaumont, TX 77704		Compromise entered 04/04/2022				\$200,000.00
Workstrings International, LLC A/R Ronald Comeaux 1150 Smede Highway Broussard, LA 70518						\$195,352.34
Pipe & Supply, LLC c/o Bryson Border TUCKER ALBIN & ASSOCIATES 1702 N. Collins, Suite 100 Richardson, TX 75080		Potential litigation	Disputed			\$190,052.38
Energy Pipe & Equipment & Rentals, LLC Attn: Dean Angelle PO Box 81355 Lafayette, LA 70598		Pending litigation	Disputed			\$182,202.23

**United States Bankruptcy Court
Southern District of Texas**

In re **Coastal Drilling Land Company, LLC**

Debtor(s)

Case No.
Chapter**11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Horizon Rig Company, Inc. c/o John Powers PO Box 1717 Harvey, LA 70059		50%	Membership Interest
Southcoast Natural Resources, LLC c/o Chris McClanahan 311 Saratoga Blvd. Corpus Christi, TX 78417		50%	Membership Interest

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **August 28, 2022**Signature **/s/ Chris McClanahan**
Chris McClanahan

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Southern District of Texas**

In re **Coastal Drilling Land Company, LLC**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Coastal Drilling Land Company, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Horizon Rig Company, Inc.
c/o John Powers
PO Box 1717
Harvey, LA 70059

Southcoast Natural Resources, LLC
c/o Chris McClanahan
311 Saratoga Blvd.
Corpus Christi, TX 78417

☐ None [*Check if applicable*]

August 28, 2022

Date

/s/ Matthew Okin

Matthew Okin

Signature of Attorney or Litigant

Counsel for **Coastal Drilling Land Company, LLC**

Okin Adams Bartlett Curry LLP

1113 Vine St., Suite 240

Houston, TX 77002

(713) 228-4100 Fax: (888) 865-2118

info@okinadams.com

COASTAL DRILLING LAND COMPANY, L.L.C.

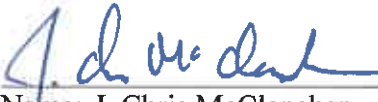
**UNANIMOUS CONSENT OF MEMBERS OF
COASTAL DRILLING LAND COMPANY, L.L.C.**

The undersigned, being the Members of Coastal Drilling Land Company, L.L.C., a Texas limited liability company (the "Company"), do hereby consent to the adoption of, and hereby ratify, the resolutions attached hereto as Exhibit A, which resolutions shall be deemed to be adopted as of the date hereof and to have the same force and effect as if such resolutions were adopted by the Members at a duly convened meeting held for such purpose.

IN WITNESS WHEREOF, the undersigned have executed this consent as of the 24th day of August, 2022.

COASTAL DRILLING LAND COMPANY, L.L.C.

By: _____


Name: J. Chris McClanahan
Title: Manager

AGREED to by the Members of Coastal Drilling Land Company, L.L.C.

SOUTHCOAST NATURAL RESOURCES, L.L.C.

By: _____


Name: J. Chris McClanahan
Title: Manager

HORIZON RIG COMPANY, INC.

By: _____

Name: John Powers
Title: President

EXHIBIT A

APPROVAL OF FILING OF CHAPTER 11 BANKRUPTCY PROCEEDINGS

WHEREAS, the Manager and the Members of Coastal Drilling Land Company, L.L.C., a Texas limited liability company, have reviewed the materials presented by the management of the Company regarding the liabilities and liquidity situation of the Company, the strategic alternatives available to it, and the effect of the foregoing on the Company's business;

WHEREAS, the Manager and Members have had the opportunity to consult with the management of the Company and fully consider each of the strategic alternatives available to the Company;

WHEREAS, the Manager and Members of the Company have deemed it advisable and in the best interests of the Company, and its creditors, members, and other interested parties, that the Company file a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Bankruptcy Code (the "Bankruptcy Code") for purpose of restructuring the Company's business affairs; and

WHEREAS, Section 5 of the applicable Company Agreement of Coastal Drilling Land Company, L.L.C. authorizes the Manager to take any action required or permitted by law or the Company Agreement.

NOW, THEREFORE, BE IT:

Chapter 11 Filing

RESOLVED, that the Members determine that it is desirable and in the best interests of the Company, its equity holders, its creditors as a whole, and other parties in interest, that the Company file a voluntary petition for relief (the "Petition") and commence a case (the "Chapter 11 Case") under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Texas (the "Bankruptcy Court"); and further

RESOLVED, that the Members hereby authorize, direct, empower and appoint the Manager, J. Chris McClanahan (the "Authorized Representative"), as the Company's representative, acting in the name and on behalf of the Company, to: (i) execute and verify the Petition as well as all other ancillary documents, and to cause the Petition to be filed with the Bankruptcy Court, and to make or cause to be made prior to the execution thereof any modifications to the Petition or ancillary documents; (ii) execute, verify, and file or cause to be filed all of the petitions, schedules, lists, motions, applications, and other papers or documents advisable, appropriate, convenient, desirable or necessary in connection with the foregoing; and (iii) to conduct the restructuring and execute all documents or papers necessary or desirable to effectuate the proposed restructuring; and further

RESOLVED, that the Members hereby authorize, direct, and empower John Luby as an officer and representative of the Company, reporting directly to the Authorized Representative, to assist the Authorized Representative in carrying out his above-referenced powers and duties in connection with the Chapter 11 Case; and further

Retention of Professionals

RESOLVED, that the Members hereby authorize and direct the Authorized Representative, in the name and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers, and employ any individual and/or firm as counsel, professionals, consultants or financial advisors to the Company as the Authorized Representative may deem advisable, appropriate, convenient, desirable or necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code and any other applicable law; and further

Ratification of Prior Acts

RESOLVED, that all actions by the Authorized Representative, Manager, Members, officers or directors of the Company heretofore taken, and expressly approved by the Authorized Representative, in connection with the subject of the foregoing resolutions be, and they hereby are, approved, ratified and confirmed in all respects as the acts and deeds of the Company; and further

RESOLVED, that all prior lawful acts taken or caused to be taken with the express approval of the Authorized Representative by or on behalf of the Company by any of its Manager, Members, officers, directors and authorized agents, including, but not limited to, any and all acts taken or caused to be taken in connection with the foregoing resolutions, which were done in reliance on the Members' expressed desire to reorganize the Company's debts and business affairs, and the negotiation and preparation of documents and actions ancillary thereto are hereby ratified, approved and confirmed in all respects and adopted as the acts of the Company; and further

RESOLVED, that the Authorized Representative and any officers and directors of the Company expressly authorized by the Authorized Representative be, and each of them hereby are, authorized: (i) to prepare, execute, deliver and perform, as the case may be, such agreements, amendments, applications, approvals, certificates, communications, consents, demands, directions, documents, further assurances, instruments, notices, orders, requests, resolutions, supplements or undertakings; (ii) to pay or cause to be paid on behalf of the Company any related costs and expenses; and (iii) to take such other actions, in the name and on behalf of the Company, as necessary or advisable to complete and effect the foregoing transactions or to carry out the intent and purposes of the foregoing resolutions and the transactions contemplated thereby; and further

RESOLVED, that all actions heretofore taken by the Authorized Representative, and the officers and directors of the Company as expressly authorized by the Authorized Representative with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions are hereby approved, adopted, ratified and confirmed.

* * *